

# Statues of the Association OneDollarGlasses

as amended on October 10, 2020

## § 1

### **Name, location, financial year**

(1) The name of the association is "EinDollarBrille" (= OneDollarGlasses). The association has been registered under the number VR 20067 in the official register of associations in Fürth/Germany and is therefore entitled to the suffix „e.V.“ (registered association).

(2) The association is based in Erlangen, Germany.

(3) The financial year corresponds to the calendar year.

## § 2

### **Purpose of the association**

(1) The purpose of the association is to promote both development aid and public health care

(2) This purpose is to be achieved in particular through

- the support and implementation of development aid and public health care measures, particularly in the field of optometry.
- the support of other organizations with the same objectives with expertise, qualified personnel, material and financial resources.
- the raising of funds to be used for own campaigns of development aid and public health care as well as to be transferred to other organizations with similar goals and
- the provision of information to the general public on the subject of development aid and public health care in particular in the field of eye care in developing countries.

## § 3

### **Non-profit purpose**

(1) The association pursues exclusively and directly charitable purposes within the meaning of "tax-privileged purposes" of the German tax code. The association is exclusively pursuing charitable purposes. It does not primarily pursue own economic purposes. Funds may only be used for statutory purposes. No one may profit from the association`s assets by disproportionately high compensations or from expenses that are not related to the purpose of the association.

(2) The members do not get any payments from the funds of the association in their capacity as members. For the performance of associational tasks, they can – within the budgetary possibilities - on the basis of written contracts to be concluded with the Board, receive an adequate compensation or allowance. Furthermore, the conclusion of contracts relating to the activities of members of the Executive Board shall be done in accordance with § 9, section 1 the decision-making power of the General Assembly.

(3) Any decision to amend the Articles of Association must be submitted to the responsible tax authorities at the registry court prior to its application.

**§ 4**  
**Membership fees and financing of the association**

- (1) There are no membership fees in cash.
- (2) Every voting member is obliged to do voluntary work for the association. The Board decides on the scope of the annual voluntary commitment within the normal levels.
- (3) The association is financed by regular and extraordinary donations, public grants and other subsidies.
- (4) Should more funding due to call for donations be received for a particular purpose as are required for its achievement, the remaining surplus is to be used to supply a similar purpose.

**§ 5**  
**Members**

- (1) The type of membership is determined in the admission process (see § 6). Changing the type of membership is possible upon written request, provided that the necessary conditions are met.
- (2) Only natural persons can be voting members.
- (3) Supporting/passive members can be natural persons as well as legal entities. They support the association by disseminating its concerns and through financial contributions. They have the legal right to information only - but only insofar as this does not infringe the interests of the association and the need for confidentiality or will impose disproportionate costs. Passive members have the right to make proposals to the association concerning all matters.
- (4) Selected individuals may be appointed honorary members by the Board and will be granted all the rights and obligations of voting members. They are supposed to have gained significant merit in line with the objectives of the association and can externally support the association by being appointed honorary members.

**§ 6**  
**Acquiring membership**

- (1) Any natural person who affirms the goals of the association and is willing to stand up for their achievement and as far as possible actively support the issues and interests of the association (i.e. through labor input, active participation in events, financial contributions) may become a legitimate voting member. The Board decides on the admission on basis of a written application.
- (2) A supporting member can be any natural or legal person who is willing to further the objectives of the association. A written application shall be submitted to the Board which will decide on the admission.
- (3) In case of rejection applicants may lodge a complaint by filing an appeal within one month from receipt of the negative decision. The next General Meeting will decide on the application.

**§ 7**  
**Termination of membership**

- (1) Membership is terminated by voluntary resignation, exclusion or death.
- (2) The withdrawal is made by written notice to the Board and can be done at any time.
- (3) A member may be expelled from the association, if the member acts against the interests of the association, if he/she permanently ceases to volunteer for the association (§ 4 Para.2), or in the event of another significant reason. A member can also be excluded if he/she has changed address and mail could not be delivered twice. The decision on the exclusion will be taken by the Board. Section 6 (3) of the Statutes of the Association applies.
- (4) Any rights towards the association terminate with the end of membership.

**§ 8**  
**Organizational elements of the association**

The organizational elements of the association are

- the General Assembly
- the Board.

**§ 9**  
**General Assembly/General Meeting**

- (1) The General Assembly is responsible for
  - the election and dismissal of Board members,
  - the decision on the conclusion of contracts relating to the activities of members of the Executive Board conducted for the association, including the level of remuneration,
  - approval of the annual budget to be drawn up by the Board,
  - the receipt of the annual report and the approval of the actions of the Board,
  - decision on amendments of the Statutes and the dissolution of the association,
  - and all other tasks as legally prescribed by German law.
- (2) The annual General Meeting is held once a year. Extraordinary General Meetings are convened if the Board deems it necessary or if one quarter of the members so request in writing, stating the reasons.
- (3) All members are entitled to participate in the General Meeting. Any member may – in writing – authorize another member to practice his rights to vote. Only members of age are entitled to vote.
- (4) The meeting shall be convened by invitation of the Board with a period of two weeks. The invitation shall be in written or electronic form. The invitation shall be accompanied by an agenda and the objects of the pending resolutions. Requests to amend the statutes of the association must be submitted to the Board no later than 4 weeks before the meeting.
- (5) The General Assembly is chaired by a Board member or by a chairman appointed by the Board. The Board nominates a secretary.
- (6) The General Assembly shall constitute a quorum regardless of the number of members present. Decisions are taken by a majority of the votes cast. Abstentions are counted as votes not cast.

For decisions on amendments to the Statutes of the Association, a majority of two thirds of the members, present is required, whereas if the amendments concern the objectives of the association, the consent of the majority of members is needed. Decisions on the dissolution of the association are governed by section 12 of the statutes.

The decision of the General Assembly takes place by show of hands by a simple majority. At the request of any member which is supported by another member it shall be by secret ballot. The secret ballot shall be counted by a member elected by a simple majority and the secretary. The member elected for counting retains this function until the end of the meeting.

(7) Even without a meeting, resolutions are possible if the majority of the voting members vote in favor of the proposal (in writing). Every member must have received the proposal in written form.

(8) A member of the association shall have no vote in decisions that affect their personal interests or those of a relative. This also applies to resolutions on the relief or exemption from a liability to the association and on the execution of a transaction or the initiation or the settlement of a legal dispute.

(9) Resolution minutes have to be generated for every General Assembly. This protocol shall include: the date, place and time of the meeting, names of present club members, agenda and proposals, results of the vote, wording of decisions and details of the execution of other applications.

The minutes shall be signed by the chairman and the minutes secretary.

## **§ 10 The Board**

(1) The Board pursuant to § 26 of the German Civil Code consist of:

- the first chairman/chairwoman,
- the deputy chairman/chairwoman,
- the treasurer.

The Board may call further members into an extended Board who will though not be authorized to represent the members.

(2) The Board members are elected by the General Assembly for a period of two years. Re-election is permitted. Only voting members of the association can be elected into the Board. A Board member whose term of office has expired, shall continue in office until a new member is elected.

(3) The Board is responsible for the management of the Association and the conduct of its business. The Board is responsible for all matters of the association, unless they are - by law or by the Statutes of the Association - assigned to the General Meeting.

(4) The Board shall adopt its rules of procedure.

(5) The Board is authorized to delegate the performance of executive or other duties of the association to club members or third parties and to adequately reward them. If a member of the association is commissioned, the restrictions of § 3 section 2 apply. The Board shall remain responsible for the fulfillment of these tasks.

(6) Each member of the Board is entitled to represent the association in and out of court on their own.

(7) Board members can receive fair compensation for their work. The General Assembly decides on the grant and the amount of remuneration according to § 9 section 1. Furthermore, the restrictions of § 3 section 2 apply.

(8) The Board shall decide by simple majority of its members. Resolutions against the vote of the chairman shall be invalid. Decisions can be taken in ordinary and extraordinary Board meetings, by circular resolution as well as remotely by telephone or video conferences. Decisions shall be recorded in the minutes and made available to all members of the Boards without delay.

(9) Each Board member discloses conflicts of interest to the members of the association and immediately informs the other Board members about this.

## **§ 11 Cash audit**

(1) The General Assembly elects two auditors for a period of two years who belong to neither the Board nor to any committee appointed by the Board and must not be employees of the association.

(2) The auditors have to examine all accounts, books and records of the Association at least once each fiscal year and submit a written report to the Board.

(3) The auditors shall submit and explain a report to the General Assembly and, proper conduct of affairs provided, propose the discharge of the treasurer and the other members of the Board.

## **§ 12 Dissolution of the association, liquidators**

(1) The dissolution of the association can only be decided in an extraordinary General Meeting which has to be convened six weeks beforehand. To be effective, the request requires the consent of three quarters of the voting members present.

(2) In the case of a voluntary dissolution of the Association, the liquidation will be carried out by the, at that time, appointed chairman unless the General meeting has provided otherwise.

(3) Upon dissolution of the association or loss of tax-exempt purposes, the assets of the organization will go to The Hunger Project (registered association), Rüdeshheimer Str. 7, 80686 München i, which is obliged to use it exclusively and directly for charitable, benevolent or ecclesiastical purposes (specifically promotion of development aid) or, if this is not possible, to a legal entity under public law or to another tax-privileged corporation for the purpose of the promotion of development cooperation.

## **§ 13 Final provisions**

(1) The Board within the meaning of § 26 German Civil Code is authorized to make any formal and editorial amendments that may have to be made at the request of the district court.

(2) Should any of the provisions of the Statutes of Association be or become ineffective or unenforceable in whole or in part, the validity of the remaining provisions hereof shall not be affected. In such a case, the invalid or unenforceable provision is to be reinterpreted or supplemented so that the intended purpose of the invalid provision is achieved.

The same applies if at the implementation of the Statutes any regulatory gap should be revealed.

Erlangen, October 3, 2020

This statute has been translated into English from the official German version dated 3<sup>rd</sup> of October, 2020